

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. 2159 & 2199

**CERTIFICATION OF COUNSEL REGARDING NOTICE OF FILING OF
SEVENTEENTH POST-CLOSING DESIGNATION NOTICE**

The undersigned counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”) hereby certify as follows:

1. On January 2, 2025, the Bankruptcy Court entered the *Order (I) Approving the Asset Purchase Agreement, (II) Authorizing and Approving the Sale of Certain of the Debtors’ Assets Free and Clear of All Claims, Liens, Rights, Interests, Encumbrances, and Other Assumed Liabilities and Permitted Encumbrances, (III) Authorizing and Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, and (IV) Granting Related Relief* [D.I. 1556] (the “**Sale Order**”).²

2. On March 2, 2025, pursuant to the Sale Order, the Debtors filed the *Notice of Filing of Seventeenth Post-Closing Designation Notice* [D.I. 2159] (the “**Notice**”). Attached as

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

² Capitalized terms not defined herein are used as defined in the Sale Order.

Exhibit A to the Notice was the *Notice of Designation of Designated Asset* from Gordon Brothers Retail Partners, LLC (“**GBRP**”) that designated forty of the Debtors’ unexpired leases of nonresidential real property (the “**Leases**” on the “**Lease Schedule**”) for assumption by the Debtors and assignment to Burlington Coat Factory Warehouse Corporation (or an affiliate thereof, “**Burlington**”), and identified the landlord associated with each Lease (collectively, the “**Landlords**”).

3. Attached as Exhibit C to the Notice was a proposed form of order (the “**Proposed Order**”) approving the assumption and assignment for the Leases scheduled on the Lease Schedule and the Cure Costs were set forth on Exhibit B to the Notice.

4. Pursuant to the Notice, objections to the assumption and assignment of the Leases were to be filed no later than March 17, 2025, at 4:00 p.m. (ET).

5. On March 10, 2025, the Debtors filed the *Notice of Amended Cure Amounts for Seventeenth Post-Closing Designation Notice* [D.I. 2199] (the “**Amended Cure Notice**”). Pursuant to the Amended Cure Notice, objections solely on account of cure amounts were to be filed no later than March 24, 2025.

6. To date, the Debtors, GBRP and Burlington have received comments or objections, formally or informally, from Landlords for three of the designated Leases set forth on the Notice and Amended Cure Notice—Stores #1742, 1155 & 1809 (the “**Objecting Landlords**”).

7. The Debtors also understand from Burlington that Burlington had informal discussions with the Landlord for Store #5118. The Debtors, Burlington and GBRP are unaware of any objection to the entry of the Proposed Order from such Landlord.

8. The Debtors, GBRP and Burlington have worked with the Objecting Landlords and have reached consensual resolution with the Landlords for Stores #1742 & 1155 on the proposed assignment to Burlington.

9. The deadline to object to the Notice and the Amended Cure Notice has passed, and the Debtors, GBRP and Burlington have not received comments or objections, formally or informally, from the Landlords of the remaining Leases listed on the Notice and Amended Cure Notice.

10. The Debtors have modified the Lease Schedule to remove Store #1809 which is subject to an unresolved objection. In addition to the modified Lease Schedule, the Debtors have modified the Proposed Order to clarify that the Debtors will not abandon third party property and to remove the representation that the Debtors are unaware of any third parties with interests in the FF&E (as defined in the Proposed Order). The modified Proposed Order with the modified Lease Schedule is attached as **Exhibit 1** hereto. For the convenience of the Court and all parties in interest, a redline comparing the modified Proposed Order and Lease Schedule to the Proposed Order and Lease Schedule filed with the Notice is attached hereto as **Exhibit 2**.

11. GBRP, Burlington and the Objecting Landlords have all reviewed the Proposed Order and Modified Lease Schedule and consent to its entry.

WHEREFORE, the Debtors respectfully request that the Court enter the Proposed Order at its earliest convenience.

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Dated: March 31, 2025
Wilmington, Delaware

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